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Washington DC FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGI	NNING 01/01/2015 MM/DD/YY	AND ENDING 12/	31/2015 MM/DD/YY	
	A. REGISTRANT IDENTIF	ICATION		
NAME OF BROKER-DEALER: CA	ANDLEWOOD SECURITIES LLC		OFFICIAL USE ONLY	
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)		Box No.)	FIRM I.D. NO.	
526 SUPERIOR AVE. EAST, SUITI	E 1200			
	(No. and Street)			
CLEVELAND	OHIO	441	14	
(City)	(State)	(Zip	Code)	
NAME AND TELEPHONE NUMBI	ER OF PERSON TO CONTACT IN	REGARD TO THIS REPO	RT	
		(A	rea Code – Telephone Number	
	B. ACCOUNTANT IDENTIF	TICATION		
BDO USA LLP	(Name – if individual, state last			
32125 SOLON ROAD	SOLON	OHIO	44139	
(Address)	(City)	(State)	(Zip Code)	
CHECK ONE:				
Certified Public Acco	untant			
☐ Public Accountant				
☐ Accountant not reside	nt in United States or any of its pos	sessions.		
	FOR OFFICIAL USE	ONLY		

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)



## OATH OR AFFIRMATION

I, STEPHEN J. LATKOVIC	, swear (or affirm) that, to the best of
my knowledge and belief the accompanying fir	nancial statement and supporting schedules pertaining to the firm of
CANDLEWOOD SECURITIES LLC	. as
	, 20 15 , are true and correct. I further swear (or affirm) that
	or, principal officer or director has any proprietary interest in any account
classified solely as that of a customer, except a	is follows:
·	
	SIF
	Signature
	5151141410
	MANAGING DIRECTOR
4	Title.
	NIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIII
( ) Oal Frates	DEBORAH LIPSTREL
Notary Public	NOTARY PUBLIC
	oxes):  NOTARY PUBLIC STATE OF OHIO Comm. Expires November 15, 201 Recorded in Cuyghoga Count
This report ** contains (check all applicable be	oxes):
(a) Facing Page.	November 15, 201
(b) Statement of Financial Condition.	November 15, 201 Recorded in Cuyahoga Count
(c) Statement of Income (Loss).	The Arms of the same of the sa
(d) Statement of Changes in Financial Con	ndition.
(e) Statement of Changes in Stockholders	' Equity or Partners' or Sole Proprietors' Capital.
(f) Statement of Changes in Liabilities Su	bordinated to Claims of Creditors.
(g) Computation of Net Capital.	
☐ (h) Computation for Determination of Res	serve Requirements Pursuant to Rule 15c3-3.
(i) Information Relating to the Possession	or Control Requirements Under Rule 15c3-3.
	e explanation of the Computation of Net Capital Under Rule 15c3-1 and the
	Reserve Requirements Under Exhibit A of Rule 15c3-3.
	and unaudited Statements of Financial Condition with respect to methods of
consolidation.	1
(1) An Oath or Affirmation.	
(m) A copy of the SIPC Supplemental Rep	ort.
	nuacies found to exist or found to have existed since the date of the previous audit.

<sup>\*\*</sup>For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### ANNUAL AUDIT REPORT

For the Period from January 1, 2015 to December 31, 2015

Candlewood Securities LLC (Name of Respondent)

526 Superior Ave., East, Ste. 1200 Cleveland, Ohio 44114 (Address of Principal Executive Office)

> Mr. Stephen Latkovic Candlewood Securities LLC 526 Superior Ave., East, Ste. 1200 Cleveland, Ohio 44114 (216) 472-6660

(Name and address of person authorized to receive notices and communications from the Securities and Exchange Commission)

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Tel: 440-248-8787 Fax: 440-248-0841 www.bdo.com 32125 Solon Road Cleveland, OH 44139

#### Report of Independent Registered Public Accounting Firm

Members Candlewood Securities, LLC Cleveland, Ohio

We have audited the accompanying statement of financial condition of Candlewood Securities, LLC (the Company) as of December 31, 2015, and the related statements of operations, changes in members' equity, and cash flows for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Candlewood Securities, LLC at December 31, 2015, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

The Computation of Net Capital Under Rule 15c3-1 of the Securities Exchange Act of 1934 and Statement Pursuant to Rule 17a-5(d)(2)(iii) (the "supplemental information") has been subjected to audit procedures performed in conjunction with the audit of the Company's financial statements. The supplemental information is the responsibility of the Company's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with Securities Exchange Act of 1934 Rule 17a-5. In our opinion, the Computation of Net Capital Under Rule 15c3-1 of the Securities Exchange Act of 1934 and Statement Pursuant to Rule 17a-5(d)(2)(iii) is fairly stated, in all material respects, in relation to the financial statements as a whole.

BDO USA, LLP

February 25, 2016

## Statement of Financial Condition

December 31, 2015

ASSETS	r		
Cash Accounts receivable Prepaid expenses	\$ 18,242 70,000 7,055		
TOTAL ASSETS	\$ 95,297		
LIABILITIES AND MEMBERS' EQUITY			
Accounts Payable Accrued Commissions	\$ 3,735 64,838		
TOTAL LIABILITIES	\$ 68,573		
MEMBERS' EQUITY	26,724		
TOTAL LIABILITIES AND MEMBERS' EQUITY	<u>\$ 95,297</u>		

## Statement of Operations

For the Year Ended December 31, 2015

REVENUES	\$ 542,742
OPERATING EXPENSES Legal and Professional Fees Commission Expense Regulatory Expense Occupancy and Shared Expenses Other	\$ 41,596 471,629 11,387 12,832 
	<u>\$ 538,465</u>
NET INCOME	\$ 4,277

## Statement of Changes in Members' Equity

For the Year Ended December 31, 2015

BALANCE, January 1, 2015	\$ 19,447
Contributions Distributions	16,000 (13,000)
Net Income	4,277
BALANCE, December 31, 2015	\$26,724

## Statement of Cash Flows

For the Year Ended December 31, 2015

CASH FLOWS FROM OPERATING ACTIVITIES	
Net income	\$ 4,277
Adjustments to income in operations:	
Change in assets and liabilities:	
Increase in accounts receivable	(70,000)
Decrease in prepaid expenses	499
Increase in accounts payable	2,667
Increase in accrued commissions	64,838
NET CASH USED IN OPERATING ACTIVITIES	(1,996)
CASH FLOWS FROM FINANCING ACTIVITIES	
Members' contributions	16,000
Member's distributions	(13,000)
Training a distributions	
NET CASH PROVIDED BY FINANCING ACTIVITIES	3,000
NET INCREASE IN CASH	5,281
CASH, beginning of year	<u>12,961</u>
	ф 10.040
CASH, end of year	• <u>\$ 18,242</u>

Notes to Financial Statements

December 31, 2015

#### NOTE A - Summary of significant accounting policies

#### Business activity

Candlewood Securities LLC (the "Company") is a registered broker-dealer under the Securities Exchange Act of 1934. The Company provides general investment banking and advisory services to a wide array of clients, ranging from start-ups to publicly traded companies. Its broker-dealer services focus primarily on private placements for closely-held companies or institutional investment funds.

The Company was formed on September 9, 2002, as an Ohio limited liability company; as such, its members possess limited personal liability for obligations of the Company. The Company will continue to exist perpetually unless terminated earlier by agreement of the members.

As a member of the Financial Industry Regulatory Authority (FINRA), the Company is exempt from the requirements of Rule 15c3-3 of the Securities and Exchange Commission (SEC) because it operates under Section (k)(2)(i) of that Rule.

The Company is required to maintain a minimum net capital balance (as defined) of \$5,000, pursuant to the SEC's Uniform Net Capital rule 15c3-1. The Company's net capital balance was \$14,507 at December 31, 2015. The Company must also maintain a ratio of aggregate indebtedness (as defined) to net capital of not more than 15 to 1. The Company's ratio was 4.73 to 1 at December 31, 2015.

#### Basis of accounting

The financial statements of the Company have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

#### Income taxes

The Company, with the consent of its members, was formed as a limited liability company. The operating agreement, construed under Ohio laws, states that the Company will be treated as a partnership for federal and state income tax purposes. In lieu of paying taxes at the company level, the members of a limited liability company are taxed on their proportionate share of the Company's taxable income. Therefore, no provision or liability for federal or state income taxes has been included in these financial statements.

The Company follows the accounting guidance for uncertainty in income taxes using the provisions of Accounting Standards Codification 740, Income Taxes (ASC 740). Using that guidance, tax positions initially need to be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities.

As of December 31, 2015, the Company had no uncertain tax positions that qualify for either recognition or disclosure in the financial statements. It is the Company's policy to include any penalties and interest related to income taxes in its operating expenses, however, the Company currently has no penalties or interest related to income taxes. The earliest year that the Company is subject to examination is the year ended December 31, 2012.

#### Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

#### Revenue recognition

Revenue is recognized upon the completion of a transaction.

#### Evaluation of subsequent events

The Company has evaluated events and transactions that occurred between December 31, 2015 and February 25, 2016 which is the date that the financial statements were issued for possible recognition or disclosure in the financial statements. Effective January 1, 2016, the Company became a wholly-owned subsidiary of Candlewood Partners, LLC. In accordance with FINRA Rule 1017, the Company filed a Continuing Membership Application that was approved by FINRA in November 2015.

#### NOTE B - Related party

Candlewood Partners, Inc. and Candlewood Partners, LLC are related parties by common ownership. The Company has a services agreement with both related parties. A management fee of \$2,000 was paid to Candlewood Partners, Inc. during the year ended December 31, 2015.

The Company is party to an operating agreement with Candlewood Partners, Inc., whereby the Company pays \$440 per month for rent and utilities incurred by Candlewood Partners on behalf of the Company. Expenses of \$5,280 were reported by the Company related to this agreement for the year ended December 31, 2015.

Computation of Net Capital Under Rule 15c3-1 of the Securities and Exchange Commission

As of December 31, 2015

COMPUTATION OF NET CAPITAL		
Total members' equity from statement of financial condition	\$	26,724
Deductions and/or charges: Accounts receivable (\$70,000 less allowed offset of \$64,838 for accrued commissions) Prepaid expenses Total non-allowable assets		(5,162) (7,055) (12,217)
Net capital before haircuts on securities positions		14,507
Haircuts on securities		
NET CAPITAL	<u>\$</u>	14,507
AGGREGATE INDEBTEDNESS		
Total liabilities from statement of financial condition Percentage of aggregate indebtedness to net capital	<u>\$</u> 4.	68,573 73 to 1.0
COMPUTATION OF BASIC NET CAPITAL REQUIREMENT		
Minimum net capital required (6 2/3% of total aggregate indebtedness) Minimum dollar required net capital	<u>\$</u>	4,574 5,000
Net capital requirement	\$	5,000
EXCESS NET CAPITAL	<u>\$</u>	9,507
Statement Pursuant to Rule 17a-5(d)(2)(iii)		
Reconciliation with Company's computation of net capital as presented in Part IIA of Form X-17A-5 as of December 31, 2015		
Net Capital as reported in Company's Part IIA (unaudited) FOCUS report	\$	14,507
Net Capital as reported above	<u>\$</u>	14,507

A reconciliation to the Company's Computation of Net Capital as reported above from Part IIA of Form X-17a-5 consists of a decrease in Members' equity of \$1,075 and a decrease in non-allowable assets of \$1,075, resulting from adjusting journal entries recorded by the Company. As indicated above, the reconciling items have no impact on Net Capital.



32125 Solon Road Cleveland, OH 44139



#### Independent Accountant's Report on Applying Agreed-Upon Procedures

Members Candlewood Securities, LLC Cleveland, Ohio

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying General Assessment Reconciliation (Form SIPC-7) to the Securities Investor Protection Corporation ("SIPC") for the year ended December 31, 2015, which were agreed to by Candlewood Securities, LLC, the Securities and Exchange Commission, the Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating Candlewood Securities, LLC's compliance with the applicable instructions of the General Assessment Reconciliation (Form SIPC-7). Candlewood Securities, LLC's management is responsible for Candlewood Securities, LLC's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

The procedures we performed and our findings are as follows:

- 1. Compared the listed assessment payments in the General Assessment Reconciliation (Form SIPC-7) with the respective cash disbursement records entries of Candlewood Securities, LLC, noting no differences;
- Compared the amounts reported on the audited form X-17A-5 for the year ended December 31, 2015, as applicable, with the amounts reported in the General Assessment Reconciliation (Form SIPC-7) for the year ended December 31, 2015, noting an increase in total revenue of \$70,000 on the audited form X-17A-5 resulting from an adjusting journal entry.
- 3. Compared any adjustments reported in the General Assessment Reconciliation (Form SIPC-7) with supporting schedules and working papers prepared by Candlewood Securities, LLC, noting no differences;
- 4. Proved the arithmetical accuracy of the calculations reflected in the General Assessment Reconciliation (Form SIPC-7) and in the related schedules and working papers supporting the adjustments, noting no differences; and
- 5. Compared the amount of any overpayment applied to the current assessment, as applicable, with the General Assessment Reconciliation (Form SIPC-7) on which it was originally computed, noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

\$00 USA LLP

Cleveland, Ohio February 25, 2016



SECURITIES INVESTOR PROTECTION CORPORATION P.O. Box 92185 Washington, D.C. 20090-2185 202-371-8300

#### **General Assessment Reconciliation**

(33-REV 7/10)

. For the fiscal year ended 12/31/2015 (Read carefully the instructions in your Working Copy before completing this Form)

#### TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS.

1. N purp	ame of Member, address, Designated Examining oses of the audit requirement of SEC Rule 17a-5	Authority, 1934 Ac :			
	17*17******2251*************************			mailing label any correction	of the information shown on the requires correction, please e-mail ons to form@sipc.org and so he form filed.
	526 SUPERIOR AVE E STE 1200 CLEVELAND OH 44114-1408				lephone number of person to ecting this form.
				Delskin	Lipstrece
					1216-472-6668
2. A	. General Assessment (item 2e from page 2)				118185
В	. Less payment made with SIPC-6 filed (exclude in	nterest)			((263.56))
	Date Paid				
С	. Less prior overpayment applied				()
D	. Assessment balance due or (overpayment)				97829
Е	. Interest computed on late payment (see instruc	ction E) forc	days at 20% p	er annum	
F	Total assessment balance and interest due (or	overpayment carri	ed forward)		s <u>978</u> 29
G	. PAID WITH THIS FORM: Check enclosed, payable to SIPC Total (must be same as F above)	\$	9782	<u>.</u>	
Н	Overpayment carried forward	\$(	- 0	-	)
3. Su	bsidiaries (S) and predecessors (P) included in t	his form (give nam		•	ı number):
perso that a	SIPC member submitting this form and the on by whom it is executed represent thereby all information contained herein is true, correct complete.	<u>Ca</u>	(Name of	Corporation, Partner	COST THE SLCC ship or other organization)
Date	the 3th day of January, 2016.			Hanage	•
	form and the assessment payment is due 60 d period of not less than 6 years, the latest 2 ye				the Working Copy of this form
Œ [	Dates:	Reviewed			
EVIEWER					E
	Calculations	Documentation			Forward Copy
	Exceptions:				
	Disposition of exceptions:	4			

# DETERMINATION OF "SIPC NET OPERATING REVENUES" AND GENERAL ASSESSMENT

Amounts for the fiscal period beginning 1/1/2015 and ending 12/31/2015

Item No. 2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)	\$ 472.741 The
2b. Additions:	1/4/
(1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.	
(2) Net loss from principal transactions in securities in trading accounts.	
(3) Net loss from principal transactions in commodities in trading accounts.	
(4) Interest and dividend expense deducted in determining item 2a.	
(5) Net loss from management of or participation in the underwriting or distribution of securities.	
(6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.	
(7) Net loss from securities in investment accounts.	
Total additions	
Deductions:     (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.	
(2) Revenues from commodity transactions.	
(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.	
(4) Reimbursements for postage in connection with proxy solicitation.	
(5) Net gain from securities in investment accounts.	
(6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.	
(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).	
(8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):	
(Deductions in excess of \$100,000 require documentation)	
(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.	
(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3980).	
Enter the greater of line (i) or (ii)	- 0-
Total deductions	
2d. SIPC Net Operating Revenues	\$ 472,74171
2e. General Assessment @ .0025	s <u>1181.85</u>
	(to page 1, line 2.A.)



Tel: 440-248-8787 Fax: 440-248-0841 www.bdo.com 32125 Solon Road Cleveland, OH 44139

### Report of Independent Registered Public Accounting Firm

Members Candlewood Securities, LLC Cleveland, Ohio

We have reviewed management's statements, included in the accompanying Candlewood Securities, LLC SEC Rule 15c3-3 Exemption Report, in which (1) Candlewood Securities, LLC identified the following provision of the Securities Exchange Act of 1934 ("SEA") Rule 15c3-3(k) under which Candlewood Securities, LLC claimed an exemption from Rule 15c3-3 (k)(2)(i) (the "exemption provision") and (2) Candlewood Securities, LLC stated that Candlewood Securities, LLC met the identified exemption provision throughout the most recent fiscal year without exception. Candlewood Securities, LLC's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about Candlewood Securities, LLC's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(i) of Rule 15c3-3 under the Securities Exchange Act of 1934.

BDO USA, LLP

February 25, 2016

## Candlewood Securities LLC 526 Superior Ave East, Suite 1200 Cleveland, Ohio 44114

February 25, 2016

# Candlewood Securities LLC SEC RULE 15c3-3 EXEMPTION REPORT

To the best of its knowledge and belief, Candlewood Securities LLC states the following:

Candlewood Securities LLC is exempt from SEC Rule 15c3-3 (the Customer Protection Rule) pursuant to exemptive paragraph 15c3-3(k)(2)(i).

Candlewood Securities LLC has met the identified exemptive provision noted above throughout the most recent fiscal year of 2015 without exception.

I, Stephen J. Latkovic, affirm that, to the best of my knowledge and belief, this Exemption Report is true and correct.

Sincerely,

Stephen J. Latkovic Managing Director/CCO

SEC
Mail Processing
Section
FEB 292016
Washington DC
409

## **CANDLEWOOD SECURITIES, LLC**

FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2015